

# COHENMILSTEIN

Steven J. Toll  
(202) 408-4646  
stoll@cohenmilstein.com

September 16, 2020

*Via ECF*

The Honorable Alvin K. Hellerstein  
United States District Court  
Southern District of New York  
40 Foley Square, Room 1050  
New York, NY 10007

Re: *In re GreenSky Securities Litigation, 18 Civ. 11071 (AKH)*

Dear Judge Hellerstein:

We are Co-Lead Counsel for Lead Plaintiffs Northeast Carpenters Annuity Fund, El Paso Firemen & Policemen's Pension Fund, and the Employees' Retirement System of the City of Baton Rouge and Parish of East Baton Rouge in the above-referenced action. We write on behalf of the parties<sup>1</sup> pursuant to the Court's Order dated May 28, 2020 (ECF No. 142) (the "May 28, 2020 Order"), which instructed the parties to "propose a plan for depositions, identifying potential witnesses to depose, prior to the [September 16] conference."

Pursuant to the May 28, 2020 Order and the Order Regarding the Protocol for Production of Electronically Stored Information and Hard-Copy Documents (ECF No. 156), Defendants have represented to Lead Plaintiffs that they have substantially completed their document production as of August 31, 2020, and will produce any remaining documents as well as a privilege log by September 30, 2020. Lead Plaintiffs' review of Defendants' documents is ongoing. Based on Lead Plaintiffs' review of Defendants' documents to date, Lead Plaintiffs have identified the following potential deponents, but reserve the right to modify this list as their review of documents progresses. Lead Plaintiffs believe that, given the number of potential deponents set forth below

---

<sup>1</sup> Defendants in this action are GreenSky, Inc., David Zalik, Robert Partlow, Joel Babbit, Gerald Benjamin, John Flynn, Gregg Freishtat, Nigel Morris, Robert Sheft, Goldman Sachs & Co. LLC, J.P. Morgan Securities LLC, Morgan Stanley & Co. LLC, Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC, Merrill Lynch, Pierce, Fenner & Smith Inc., SunTrust Robinson Humphrey, Inc., Raymond James & Associates, Inc., Sandler O'Neill & Partners, L.P., Fifth Third Securities, Inc., and Guggenheim Securities, LLC.

**COHENMILSTEIN**

The Honorable Alvin K. Hellerstein  
 September 16, 2020  
 Page 2

and based on our preliminary review of the documents, we will almost certainly seek leave of the Court to increase the number of depositions to more than 10, pursuant to Fed. R. Civ. P. 30(a)(2)(A)(i).

	<b>Deponent</b>	<b>Title</b>	<b>Employer</b>
1	David Zalik	Co-founder, CEO and Chairman of the Board of Directors <i>(Individual Defendant)</i>	GSKY
2	Robert Partlow	CFO <i>(Individual Defendant)</i>	GSKY
3	Gene Burke	COO	GSKY
4	James Giuliani	Chief Accounting Officer	GSKY
5	Tim Kaliban	President & Chief Risk Officer	GSKY
6	Joel Babbit	Director <i>(Individual Defendant)</i>	GSKY
7	Gerald Benjamin	Director, Vice Chairman <i>(Individual Defendant)</i>	GSKY
8	John Flynn	Director <i>(Individual Defendant)</i>	GSKY
9	Gregg Freishtat	Director <i>(Individual Defendant)</i>	GSKY
10	Nigel Morris	Director <i>(Individual Defendant)</i>	GSKY
11	Robert Sheft	Director <i>(Individual Defendant)</i>	GSKY
12	Chris Forshay	President, Home Improvement & Retail	GSKY
13	Dennis Kelly	President, GreenSky Patient Solutions	
14	Rebecca Gardy	Senior VP of Investor Relations	GSKY
15	Anup Mehendale	VP, Analytics	GSKY
16	Richard Awbrey	FP&A	GSKY
17	Brinkley Dickerson	Legal Counsel	Troutman Sanders
18	Adrien Salomon	Client Growth Manager	GSKY
19	Brandon Watkins	Investment Banking Division	GS
20	Tim Wicket	Investment Banking Division, Industry Group	GS
21	Alex Nichols	Investment Banking Division	GS
22	Bozhena Lisko	Investment Banking Division, Industry Group	GS
23	Clayton Robinson	IPO team lead	JPM
24	Harshit Kandpal	Investment Banking Division, Financial Institutions Group	JPM

**COHENMILSTEIN**

The Honorable Alvin K. Hellerstein  
 September 16, 2020  
 Page 3

25	Alexander Rienzie	Investment Banking Division, Financial Institutions Group	JPM
26	Benjamin Markowitz	Analyst, Investment Banking Division, Financial Institutions Group	JPM
27	David Duzyk	Global Chairman of Investment Banking	JPM
28	Michael Milman	Co-Head of Americas Equity Capital Markets & Global Head of Technology	JPM
29	Tim Wolfe	Managing Director, Financial Technology Partners	Financial Technology Partners

Defendants' position is that depositions in this case should be governed by Fed. R. Civ. P. 30, which presumptively limits the number of depositions to 10 per side. In the event any party seeks to take more than 10 depositions per side, the party shall make an appropriate application to the Court pursuant to Fed. R. Civ. P. 30(a)(2)(A)(i) setting forth the basis for the additional deposition. At this time, Defendants intend to depose each Lead Plaintiff and, depending on that testimony, Defendants may depose one or more of the investment managers and investment consultants for each Lead Plaintiff. Defendants may modify this proposed list in light of the testimony of Lead Plaintiffs.

	<b>Deponent</b>	<b>Role</b>
1	Northeast Carpenters Annuity Fund	Lead Plaintiff
2	El Paso Firemen & Policemen's Pension Fund	Lead Plaintiff
3	City of Baton Rouge and Parish of East Baton Rouge	Lead Plaintiff
4	TimesSquare Capital Management	Investment Manager to Lead Plaintiff Northeast Carpenters Annuity Fund
5	Hood River Capital Management	Investment Manager to Lead Plaintiff City of Baton Rouge and Parish of East Baton Rouge
6	William Blair & Co.	Investment Manager to Lead Plaintiff El Paso Firemen & Policemen's Pension Fund
7	Investment Performance Services	Investment Consultant to Lead Plaintiff Northeast Carpenters Annuity Fund
8	AndCo Consulting	Investment Consultant to Lead Plaintiff City of Baton Rouge and Parish of East Baton Rouge

**COHENMILSTEIN**

The Honorable Alvin K. Hellerstein  
September 16, 2020  
Page 4

9	Meketa Investment Group	Investment Consultant to Lead Plaintiff El Paso Firemen & Policemen's Pension Fund
---	-------------------------	--

Finally, given the ongoing pandemic, the parties anticipate that many of these depositions will need to be conducted remotely. The parties have agreed to submit a remote deposition protocol for the Court's approval within 30 days of today's status conference.

We look forward to our conference with the Court later today.

Respectfully submitted,

/s/ Steven J. Toll  
Steven J. Toll

cc: All counsel of record (via ECF)